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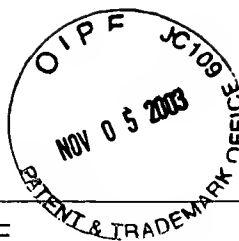
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U.S. DEPARTMENT OF COMMERCE PATENT AND TRADEMARK OFFICE			
POWER OF ATTORNEY BY ASSIGNEE OF ENTIRE INTEREST (REVOCATION OF PRIOR POWERS AND APPOINTMENT OF NEW POWER)		Docket Number: New Docket No.: 12475/49501 (formerly 3302.2.1)	
Application Number 09/996,507	Filing Date November 28, 2001	Examiner Schnizer	Art Unit 1635
Invention Title POLYCATIONIC WATER SOLUBLE COPOLYMER AND METHOD FOR TRANSFERRING POLYANIONIC MACROMOLECULES ACROSS BIOLOGICAL BARRIERS		Inventor(s) WANG	
Address to: Commissioner for Patents P.O. Box 1450 Alexandria, VA 22313-1450			
As assignee of the entire interest of the above-identified patent by virtue of an executed Assignment recorded in the U.S. Patent and Trademark Office on October 18, 2002, under Reel 012335, Frame 0378, in which the inventors assigned their rights to Salus Therapeutics, all powers of attorney previously given are hereby revoked and the following attorneys and/or agents are hereby appointed to prosecute and transact all business in the Patent and Trademark office connected therewith: Patrick J. Birde (Reg. No. 29,770), Deborah A. Somerville (Reg. No. 31,995), Donna R. Fugit (Reg. No. 32,135), Joseph A. Coppola (Reg. No. 38,413), Stefan C. Grant (Reg. No. 44,132), Kathryn M. Lumb (Reg. No. 46,885), Teresa A. Lavenue (Reg. No. 47,737)			
SEND CORRESPONDENCE, AND DIRECT TELEPHONE CALLS TO: Patrick J. Birde, Esq. KENYON & KENYON One Broadway New York, New York 10004 (212) 425-7200 (phone) (212) 425-5288 (facsimile)			

The undersigned is authorized to execute this document on behalf of the applicant:

Date: October 31, 2003

By:

Genta Salus LLC

Name: Bob D. Brown, Ph.D.

Title: Vice President



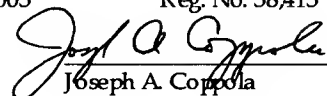
IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

APPLICANT : Wang
SERIAL NO. : 09/996,507
FILED : November 28, 2001
FOR : Polycationic Water Soluble Copolymer and Method for
Transferring Polyanionic Macromolecules Across Biological
Barriers
EXAMINER: Schnizer
GROUP ART UNIT : 1635

I hereby certify that this correspondence is being deposited
with the United States Postal Service with sufficient postage as
first class mail in an envelope addressed to: Commissioner for
Patents, P.O. Box 1450, Alexandria, VA 22313-1450 on

Date: November 3, 2003

Reg. No. 38,413


Joseph A. Coppola

COMMISSIONER FOR PATENTS
AND TRADEMARKS
Washington, D.C. 20231

TRANSMITTAL OF STATEMENT UNDER 37 C.F.R. §3.73(b)

SIR:

Filed herewith is a Statement Under 37 C.F.R. §3.73(b) demonstrating that Genta
Salus LLC is the assignee of the entire right, title, and interest in U.S. Patent Application
Serial No. 09/996,507 and therefore has the authority to direct prosecution in this

application. The chain of title to Genta Salus LLC, as shown in the Statement Under 37 C.F.R. §3.73(b), is as follows:

- an assignment from the inventor, Laixin Wang, to Salus Therapeutics, Inc., recorded at Reel 012335, Frame 0378;
- a merger between Salus Therapeutics, Inc. and Genta Salus Incorporated, with the surviving company being Genta Salus Incorporated;
- a merger between Genta Salus Incorporated and Genta Salus LLC, with the surviving company being Genta Salus LLC.

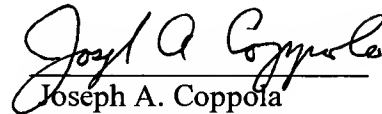
As evidence of the merger between Salus Therapeutics, Inc. and Genta Salus Incorporated, a copy of the corresponding Certificate of Merger is enclosed. A copy of this Certificate of Merger is being concurrently submitted for recordation in the United States Patent and Trademark Office.

As evidence of the merger between Genta Salus Incorporated and Genta Salus LLC, a copy of the corresponding Certificate of Merger is enclosed. A copy of this Certificate of Merger is being concurrently submitted for recordation in the United States Patent and Trademark Office.

Also filed herewith is a Revocation and Power of Attorney from Genta Salus LLC
to the undersigned and certain other attorneys/agents.

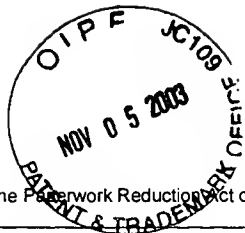
Respectfully submitted,

BY:


Joseph A. Coppola
Reg. No. 38,413

KENYON & KENYON
One Broadway
New York, NY 10004
(212) 425-7200 (telephone)
(212) 425-5288 (facsimile)

Date: November 3, 2003



Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

PTO/SB/96 (08-03)
Approved for use through 07/31/2006. OMB 0651-0031
U.S. Patent and Trademark Office; U.S. DEPARTMENT OF COMMERCE

STATEMENT UNDER 37 CFR 3.73(b)

Applicant/Patent Owner: **Laixin WANG**

Application No./Patent No.: **09/996,507** Filed/Issue Date: **November 28, 2001**

Entitled: **POLYCATIONIC WATER SOLUBLE COPOLYMER AND METHOD FOR TRANSFERRING POLYANIONIC MACROMOLECULES ACROSS BIOLOGICAL BARRIERS**

Genta Salus LLC, a corporation

states that it is:

1. ☒ the assignee of the entire right, title, and interest; or
2. ☐ an assignee of less than the entire right, title and interest.
The extent (by percentage) of its ownership interest is %
in the patent application/patent identified above by virtue of either:

A. ☐ An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at Reel _____, Frame _____, or for which a copy thereof is attached.

OR

B. ☒ A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: **Laixin Wang** To: **Salus Therapeutics, Inc.**
The document was recorded in the United States Patent and Trademark Office at
Reel 012335, Frame 0378, or for which a copy thereof is attached.
2. From: **Salus Therapeutics, Inc.** To: **Genta Salus Incorporated**
The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.
3. From: **Genta Salus Incorporated** To: **Genta Salus LLC**
The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.

☐ Additional documents in the chain of title are listed on a supplemental sheet.

☒ Copies of assignments or other documents in the chain of title are attached.

[NOTE: A separate copy (i.e., the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

October 31, 2003

Date

(908) 286-6428

Telephone number

Bob D. Brown, Ph.D.

Typed or printed name

Signature

Vice President

Title

This collection of information is required by 37 CFR 3.73(b). The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.14. This collection is estimated to take 12 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending upon the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

If you need assistance in completing the form, call 1-800-PTO-9199 and select option 2.

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"GENTA SALUS INCORPORATED", A DELAWARE CORPORATION,

WITH AND INTO "GENTA SALUS LLC" UNDER THE NAME OF "GENTA SALUS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 2003, AT 5:23 O'CLOCK P.M.

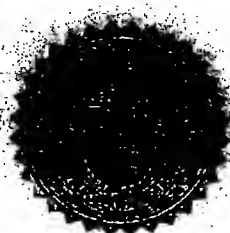
2. The name of the corporation being merged into the limited liability company is Genta Salus Incorporated. The jurisdiction in which this corporation was formed is Delaware.

3. The Agreement of Merger was duly adopted and approved by the stockholders and authorized officers of the corporation.

4. The name of the limited liability company being formed is Genta Salus LLC.

5. The authorized representative of the corporation is the President, John J. Hedges, and hereby certifies the principal office of the corporation is located in the State of Delaware.

6. A copy of the Agreement of Merger will be furnished by the surviving limited liability company to the Secretary of State of the State of Delaware, and a copy of the same will be filed in the office of the Secretary of State of the State of Delaware.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3692777 8100M

AUTHENTICATION: 2674281

030629991

DATE: 10-06-03

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:23 PM 09/30/2003
FILED 05:23 PM 09/30/2003
SRV 030629991 - 3692777 FILE

CERTIFICATE OF MERGER

OF

GENTA SALUS INCORPORATED

(a Delaware corporation)

AND

GENTA SALUS LLC

(a Delaware limited liability company)

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

1. The name of the surviving limited liability company is Genta Salus LLC, a Delaware limited liability company.
2. The name of the corporation being merged into this surviving limited liability company is Genta Salus Incorporated. The jurisdiction in which this corporation was formed is Delaware.
3. The Agreement of Merger has been approved and executed by both the corporation and limited liability company.
4. The name of the surviving limited liability company is Genta Salus LLC.
5. The executed Agreement of Merger is on file at Two Connell Drive, Berkeley Heights, New Jersey 07922, the principal place of business of the surviving limited liability company.
6. A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

By:

Title: Vice President, Treasurer and Secretary

[illegible]

5. Will you be able to provide your own evidence of the above?

3. The name of the corporation being sued and the name of the person or persons who are being sued.

[illegible]

...and to the point of departure of the car from the garage.

1. The first step in the process of determining the value of a property is to identify the property to be valued. This is done by obtaining a list of all the property owned by the decedent at the time of death. This list should include all real and personal property, including any interests in other property.

and the Government of the United States of America, and the Government of the United Kingdom of Great Britain and Northern Ireland, have agreed to the following terms of reference:

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"GENTA SALUS INCORPORATED", A DELAWARE CORPORATION,
WITH AND INTO "SALUS THERAPEUTICS, INC." UNDER THE NAME OF
"SALUS THERAPEUTICS, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE TWENTY-FIRST DAY OF AUGUST, A.D. 2003, AT
1:08 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

14658 8100M

AUTHENTICATION: 2596864

0546995

DATE: 08-22-03

**CERTIFICATE OF MERGER
MERGING
GENTA SALUS INCORPORATED
INTO
SALUS THERAPEUTICS, INC.**

**Pursuant to Section 251 of the
Delaware General Corporation Law**

Salus Therapeutics, Inc., a Delaware corporation (the "Company"), which desires to merge with Genta Salus Incorporated, a Delaware corporation (the "Merger Co."), hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Salus Therapeutics, Inc.	Delaware
Genta Salus Incorporated	Delaware

2. The Agreement and Plan of Merger dated as of August 14, 2003 (the "Merger Agreement") among Genta Incorporated, a Delaware Corporation, each of the constituent corporations and certain other persons, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law (the "DGCL").

3. The Company is the surviving corporation of the merger, and the name of the surviving corporation shall be Genta Salus Incorporated.

4. The merger shall be effective as of the time of the filing of this Certificate of Merger.

5. The Bylaws of Merger Co. shall be the Bylaws of the surviving corporation.

6. The Certificate of Incorporation of the Company shall be the Certificate of Incorporation of the surviving corporation until amended and changed pursuant to the provisions of the DGCL.

7. The executed Merger Agreement is on file at the office of the surviving corporation at Two Connell Drive, Berkeley Heights, New Jersey 07922.

8. A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be duly executed in its corporate name by its duly authorized officer.

Dated: August 21, 2003

Salus Therapeutics, Inc.

By: /s/ Richard Koehn

Name: Richard Koehn

Title: President and Chief Executive Officer